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December 9, 2021

Via ECF

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Hon. Katherine Polk Failla
United States District Court
Southern District of New York
40 Foley Square
New York, NY 10007

MEMO ENDORSED

Re: ***NEBC v. Allianz Global Investors U.S. LLC et al., No. 20 Civ. 07606***

Dear Judge Failla,

In connection with the Committee's pre-conference letter motion filed on December 9, 2021, the Committee respectfully requests leave to file certain exhibits in either sealed or redacted form pursuant to Section IX of the Stipulated Second Amended Protective Order (the "Protective Order," Dkt. 115) and Rule 9 of the Court's Individual Rules of Practice in Civil Cases. Specifically, the Committee seeks to file redacted versions of the following exhibits:

Exhibit 1: The Committee's Second Set of Local Rule 33.3 Interrogatories to Aon, which includes excerpts from documents that Aon has produced and designated "Confidential." These excerpts come from documents with Bates numbers AIUSA0000000068, AIUSA000005230, AIUSA000008858, AIUSA000009797, AIUSA000015593, AIUSA000159324, AIUSA000166688, and AIUSA000583115.

Exhibit 6: Aon's Responses and Objections to the Committee's Second Set of Local Rule 33.3 Interrogatories, which includes excerpts from documents that Aon has produced and designated "Confidential." These excerpts come from documents with Bates numbers AIUSA0000000068, AIUSA000005230, AIUSA000008858, AIUSA000009797, AIUSA000015593, AIUSA000159324, AIUSA000166688, and AIUSA000583115.

Additionally, the Committee seeks to file under seal the following exhibits:

Exhibit 4: Document produced by the Committee with Bates number NEBC_008566, which the Committee has designated "Confidential."

Exhibit 5: Document produced by the Committee with Bates number NEBC_008576, which the Committee has designated "Confidential."

Exhibits 1, 4, 5, and 6 include material that has been designated “Confidential” under the Protective Order. The Protective Order permits the parties to designate certain categories of sensitive information produced in the course of discovery as “Confidential” or “Highly Confidential,” with all such material referred to collectively as “Protected Material.” Protective Order § IV. The Protective Order requires that “[a] Party or Non-Party submitting any Protected Material to the Court in the Related Actions (whether in support of a pleading or motion, at a hearing, or in connection with any other pre-trial proceeding) must file the Protected Material in redacted form or under seal to the full extent permitted by the Local Rules of the U.S. District Court for the Southern District of New York and Judge Failla’s Individual Practices in Civil Cases.” *Id.* § IX.A.

The weight of the presumption that documents will be publicly filed is “not particularly great” where, as here, “[t]he documents are not to be submitted in connection with a dispositive motion, but merely a motion to compel further discovery from a party.” *Alexander Interactive, Inc. v. Adorama, Inc.*, No. 12 CIV. 6608 (PKC) (JCF), 2014 WL 4346174, at *2 (S.D.N.Y. Sept. 2, 2014). In addition, Exhibits 4 and 5 are documents that the Committee has produced and designated “Confidential” because they contain sensitive meeting minutes that reveal the Committee’s deliberations regarding certain investments. *See City of Almaty, Kazakhstan v. Ablyazov*, No. 15-CV-5345 (AJN), 2021 WL 1177737, at *1 (S.D.N.Y. Mar. 29, 2021) (granting motion to seal “corporate minutes, which reveal the company’s financial information and internal strategic discussions”).

Accordingly, the Committee requests leave to file redacted versions of Exhibits 1 and 6 and to file under seal Exhibits 4 and 5.

Very truly yours,



Sean W. Gallagher

*Counsel for Plaintiff Blue Cross and
Blue Shield Association National
Employee Benefits Committee*

cc: Counsel of record on ECF

Application GRANTED. Plaintiff may file under seal the materials specified in the above-filed letter.

The Clerk of Court is directed to terminate the pending motion at docket entry 118.

Date: December 10, 2021
New York, New York

SO ORDERED.

A handwritten signature in blue ink, reading "Katherine Polk Failla".

HON. KATHERINE POLK FAILLA
UNITED STATES DISTRICT JUDGE